

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

HANS A. QUAACK, ATTILIO PO
and KARL LEIBINGER, on behalf of
themselves and those similarly situated,

Plaintiffs,

v.

DEXIA, S.A. and DEXIA BANK BELGIUM
(formerly known as ARTESIA BANKING
CORP., SA),

Defendants.

No.: 03-CV-11566 (PBS)

STONINGTON PARTNERS, INC., a Delaware
Corporation, STONINGTON CAPITAL
APPRECIATION 1994 FUND L.P., a Delaware
Partnership and STONINGTON HOLDINGS,
L.L.C., a Delaware limited liability company,

Plaintiffs,

v.

DEXIA, S.A. and DEXIA BANK BELGIUM
(formerly known as ARTESIA BANKING
CORP., SA),

Defendants.

No.: 04-CV-10411 (PBS)

GARY B. FILLER and LAWRENCE PERLMAN,
Trustees of the TRA Rights Trust,

Plaintiffs,

v.

DEXIA, S.A. and DEXIA BANK BELGIUM
(formerly known as ARTESIA BANKING
CORP., SA),

Defendants.

No.: 04-CV-10477 (PBS)

JANET BAKER and JAMES BAKER,
JKBAKER LLC and JMBAKER LLC,

Plaintiffs,

v.

DEXIA, S.A. and DEXIA BANK BELGIUM
(formerly known as ARTESIA BANKING

CORP., SA),

Defendants.

No.: 04-CV-10501 (PBS)

**DECLARATION OF PATRICK T. EGAN
IN SUPPORT OF PLAINTIFFS' UNOPPOSED MOTION
FOR LEAVE TO FILE MOTION PAPERS UNDER SEAL**

PATRICK T. EGAN, declares pursuant to 28 U.S.C. § 1746 that:

1. I am an attorney associated with the law firm of Berman DeValerio Pease Tabacco Burt & Pucillio, co-lead counsel to Lead Class Plaintiffs Hans A. Quaak, Attilio Po, and Karl Leibinger in the above-captioned action *Quaak v. Dexia, S.A.*, No.: 03-CV-11566 (PBS). Unless otherwise indicated, I have personal knowledge of the matters addressed in this declaration. I am over the age of 18 and am fully competent to testify.

2. I submit this declaration in support of the joint motion by plaintiffs in the above-captioned actions ("Plaintiffs") for leave to file under seal the following papers in support of Plaintiffs' Joint Motion to Compel Depositions of Dexia Bank Belgium Through Piet Cordonnier, Bart Ferrand, and Peter Rabaey (the "Motion to Compel"):

- (a) the Memorandum of Law in Support of Plaintiffs' Joint Motion to Compel Depositions of Dexia Bank Belgium Through Piet Cordonnier, Bart Ferrand, and Peter Rabaey dated November 4, 2005, and
- (b) the Declaration of Susan M. Davies in Support of Plaintiffs' Joint Motion to Compel Depositions of Dexia Bank Belgium Through Piet Cordonnier, Bart Ferrand, and Peter Rabaey executed on November 4, 2005, together with exhibits thereto,

(collectively, the "Supporting Papers").

3. On September 15, 2005, pursuant to Fed. R. Civ. P. 30(b)(1), Plaintiffs served Plaintiffs' First Omnibus Notice of Depositions of Defendant Dexia Bank Belgium, by which Plaintiffs noticed depositions in Brussels, Belgium of Dexia Bank Belgium through its current employees Piet Cordonnier, Bart Ferrand, Peter Rabaey, Karl Van Riet, and Bernard Mommens. A true and correct copy of this notice of depositions is annexed hereto as **Exhibit A**.

4. By letter dated September 30, 2005, counsel for Dexia Bank Belgium notified Plaintiffs' counsel that Messrs. Cordonnier, Ferrand, and Rabaey would not appear for deposition pursuant to Plaintiffs' Rule 30(b)(1) notice. According to Jeff E. Butler, Esq. of Clifford Chance US LLP, these three individuals "are not officers, directors or managing agents of Dexia subject to deposition under Rule 30 and, at present, these individuals are not willing to appear voluntarily for depositions in this matter." A true and correct copy of Mr. Butler's September 30, 2005 letter is annexed hereto as **Exhibit B**.

5. After conferring with counsel for Dexia Bank Belgium pursuant to D. Mass. Local Rule 7.1(a)(2), on November 4, 2005, Plaintiffs filed the Motion to Compel, a true and correct copy of which is annexed hereto as **Exhibit C**.

6. Contemporaneously with filing the Motion to Compel, Plaintiffs served a copy of the Supporting Papers on counsel for Dexia Bank Belgium by electronic mail and first class mail. A true and correct copy of the certificate of service for the Supporting Papers, which was filed on November 4, 2005, is annexed hereto as **Exhibit D**.

7. The Supporting Papers have not been filed with the Court at this time because they contain information, and annex documents, that Dexia Bank Belgium has produced in discovery as "Confidential Information" subject to the terms of the Stipulation and Order Governing the Treatment of Confidential Information entered in each of the above-captioned actions on May 31, 2005 (the "Confidentiality Order"). A true and correct copy of the Confidentiality Order is annexed hereto as **Exhibit E**. Under

the terms of the Confidentiality Order, memoranda and declarations containing or disclosing discovery materials that the producing party has designated as “Confidential Information” must be filed with the Court under seal. *See Exhibit E* at ¶10.

8. Without waiving their right to challenge Dexia Bank Belgium’s designation of particular information as “Confidential Information,” Plaintiffs hereby seek leave to file the Supporting Papers under seal.

Dated: November 4, 2005

/s/ Patrick T. Egan
PATRICK T. EGAN BBO #637477